

U.S. Department of Justice

Washington, DC 20530

Exhibit A to Registration Statement**Pursuant to the Foreign Agents Registration Act of 1938, as amended**

INSTRUCTIONS. Furnish this exhibit for EACH foreign principal listed in an initial statement and for EACH additional foreign principal acquired subsequently. The filing of this document requires the payment of a filing fee as set forth in Rule (d)(1), 28 C.F.R. § 5.5(d)(1). Compliance is accomplished by filing an electronic Exhibit A form at <http://www.fara.gov>.

Privacy Act Statement. The filing of this document is required by the Foreign Agents Registration Act of 1938, as amended, 22 U.S.C. § 611 *et seq.*, for the purposes of registration under the Act and public disclosure. Provision of the information requested is mandatory, and failure to provide this information is subject to the penalty and enforcement provisions established in Section 8 of the Act. Every registration statement, short form registration statement, supplemental statement, exhibit, amendment, copy of informational materials or other document or information filed with the Attorney General under this Act is a public record open to public examination, inspection and copying during the posted business hours of the Registration Unit in Washington, DC. Statements are also available online at the Registration Unit's webpage: <http://www.fara.gov>. One copy of every such document, other than informational materials, is automatically provided to the Secretary of State pursuant to Section 6(b) of the Act, and copies of any and all documents are routinely made available to other agencies, departments and Congress pursuant to Section 6(c) of the Act. The Attorney General also transmits a semi-annual report to Congress on the administration of the Act which lists the names of all agents registered under the Act and the foreign principals they represent. This report is available to the public in print and online at: <http://www.fara.gov>.

Public Reporting Burden. Public reporting burden for this collection of information is estimated to average .49 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to Chief, Registration Unit, Counterespionage Section, National Security Division, U.S. Department of Justice, Washington, DC 20530; and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, DC 20503.

1. Name and Address of Registrant CarbonZero IT LLC 95 Rising Ridge Road Ridgefield, CT 06877		2. Registration No. 6094
3. Name of Foreign Principal Invest in Iceland	4. Principal Address of Foreign Principal Borgartún 35, 105 Reykjavík Iceland	
5. Indicate whether your foreign principal is one of the following: <input type="checkbox"/> Foreign government <input type="checkbox"/> Foreign political party <input checked="" type="checkbox"/> Foreign or domestic organization: If either, check one of the following: <div style="display: flex; justify-content: space-between;"><div><input type="checkbox"/> Partnership <input type="checkbox"/> Corporation <input checked="" type="checkbox"/> Association</div><div><input type="checkbox"/> Committee <input type="checkbox"/> Voluntary group <input type="checkbox"/> Other (specify) _____</div></div> <input type="checkbox"/> Individual-State nationality _____		
6. If the foreign principal is a foreign government, state: a) Branch or agency represented by the registrant b) Name and title of official with whom registrant deals		
7. If the foreign principal is a foreign political party, state: a) Principal address b) Name and title of official with whom registrant deals c) Principal aim		

Formerly CRM-157

FORM NSD-3
Revised 03/11

8. If the foreign principal is not a foreign government or a foreign political party:

a) State the nature of the business or activity of this foreign principal.

Invest in Iceland is an economic development organization sponsored by Icelandic business and government.

b) Is this foreign principal:

Supervised by a foreign government, foreign political party, or other foreign principal

Yes ☐ No ☐

Owned by a foreign government, foreign political party, or other foreign principal

Yes ☐ No ☐

Directed by a foreign government, foreign political party, or other foreign principal

Yes ☐ No ☐

Controlled by a foreign government, foreign political party, or other foreign principal

Yes ☐ No ☐

Financed by a foreign government, foreign political party, or other foreign principal

Yes ☐ No ☐

Subsidized in part by a foreign government, foreign political party, or other foreign principal

Yes ☒ No ☐

9. Explain fully all items answered "Yes" in Item 8(b). (If additional space is needed, a full insert page must be used.)

Invest in Iceland is an economic development organization sponsored by Icelandic business and the government of Iceland.
The purpose of Invest in Iceland is to promote Iceland as a place to do business.

10. If the foreign principal is an organization and is not owned or controlled by a foreign government, foreign political party or other foreign principal, state who owns and controls it.

EXECUTION

In accordance with 28 U.S.C. § 1746, the undersigned swears or affirms under penalty of perjury that he/she has read the information set forth in this Exhibit A to the registration statement and that he/she is familiar with the contents thereof and that such contents are in their entirety true and accurate to the best of his/her knowledge and belief.

Date of Exhibit A	Name and Title	Signature
March 19, 2012		/s/ Paul F Halsey eSigned

U.S. Department of Justice

Washington, DC 20530

Exhibit B to Registration Statement**Pursuant to the Foreign Agents Registration Act of 1938, as amended**

INSTRUCTIONS. A registrant must furnish as an Exhibit B copies of each written agreement and the terms and conditions of each oral agreement with his foreign principal, including all modifications of such agreements, or, where no contract exists, a full statement of all the circumstances by reason of which the registrant is acting as an agent of a foreign principal. Compliance is accomplished by filing an electronic Exhibit B form at <http://www.fara.gov>.

Privacy Act Statement. The filing of this document is required for the Foreign Agents Registration Act of 1938, as amended, 22 U.S.C. § 611 *et seq.*, for the purposes of registration under the Act and public disclosure. Provision of the information requested is mandatory, and failure to provide the information is subject to the penalty and enforcement provisions established in Section 8 of the Act. Every registration statement, short form registration statement, supplemental statement, exhibit, amendment, copy of informational materials or other document or information filed with the Attorney General under this Act is a public record open to public examination, inspection and copying during the posted business hours of the Registration Unit in Washington, DC. Statements are also available online at the Registration Unit's webpage: <http://www.fara.gov>. One copy of every such document, other than informational materials, is automatically provided to the Secretary of State pursuant to Section 6(b) of the Act, and copies of any and all documents are routinely made available to other agencies, departments and Congress pursuant to Section 6(c) of the Act. The Attorney General also transmits a semi-annual report to Congress on the administration of the Act which lists the names of all agents registered under the Act and the foreign principals they represent. This report is available to the public in print and online at: <http://www.fara.gov>.

Public Reporting Burden. Public reporting burden for this collection of information is estimated to average .33 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to Chief, Registration Unit, Counterespionage Section, National Security Division, U.S. Department of Justice, Washington, DC 20530; and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, DC 20503.

1. Name of Registrant

CarbonZero IT LLC

2. Registration No.

new registrant

6094

3. Name of Foreign Principal

Invest in Iceland

Check Appropriate Box:

4. ☐ The agreement between the registrant and the above-named foreign principal is a formal written contract. If this box is checked, attach a copy of the contract to this exhibit.
5. ☒ There is no formal written contract between the registrant and the foreign principal. The agreement with the above-named foreign principal has resulted from an exchange of correspondence. If this box is checked, attach a copy of all pertinent correspondence, including a copy of any initial proposal which has been adopted by reference in such correspondence.
6. ☐ The agreement or understanding between the registrant and the foreign principal is the result of neither a formal written contract nor an exchange of correspondence between the parties. If this box is checked, give a complete description below of the terms and conditions of the oral agreement or understanding, its duration, the fees and expenses, if any, to be received.
7. Describe fully the nature and method of performance of the above indicated agreement or understanding.

CarbonZero IT LLC has agreed to support a seminar in New York City on May 8, 2012. The seminar is hosted by Invest in Iceland at the Consulate General of Iceland in New York, NY. The purpose of the seminar is to promote Iceland as a place to do business for US companies. The title of the Seminar is, "How Climate Change and Geopolitics are Redefining Energy Security". Our activities in support of the seminar include marketing support, logistics, and event management. A copy of the proposal is attached.

8. Describe fully the activities the registrant engages in or proposes to engage in on behalf of the above foreign principal.

Our activities in support of the seminar include marketing support, logistics, and event management.

9. Will the activities on behalf of the above foreign principal include political activities as defined in Section 1(o) of the Act and in the footnote below? Yes ☐ No ☒


If yes, describe all such political activities indicating, among other things, the relations, interests or policies to be influenced together with the means to be employed to achieve this purpose.

EXECUTION

In accordance with 28 U.S.C. § 1746, the undersigned swears or affirms under penalty of perjury that he/she has read the information set forth in this Exhibit B to the registration statement and that he/she is familiar with the contents thereof and that such contents are in their entirety true and accurate to the best of his/her knowledge and belief.

Date of Exhibit B	Name and Title	Signature
March 19, 2012		/s/ Paul F Halsey eSigned

Footnote: Political activity as defined in Section 1(o) of the Act means any activity which the person engaging in believes will, or that the person intends to, in any way influence any agency or official of the Government of the United States or any section of the public within the United States with reference to formulating, adopting, or changing the domestic or foreign policies of the United States or with reference to the political or public interests, policies, or relations of a government of a foreign country or a foreign political party.

 CarbonZeroIT	95 Rising Ridge Road Ridgefield, CT 06877, USA	Tel. +1.203.438.1383
		Mob. +1.203.482.2821
		paul@carbonzeroit.com

Seminar Support Proposal

Prepared for: Einar Hansen Tómasson, Project Manager, Invest in Iceland (Iil)

Prepared by: Paul Halsey, CEO, CarbonZero IT (CZ)

25 January, 2012


Objective

Assist Invest in Iceland with event marketing support for Iil seminars to be held in conjunction with the Data Center Dynamics conferences in New York and Frankfurt in 2012. Recommended focus areas: event theme, media strategy, agenda development, speaker recruitment, and guest list development.

Statement of Work

CZ will work with Iil to replicate the London Seminar model for similar events in New York (March 2012) and Frankfurt (2012 date TBD). This support shall include the following activities:

- Event Theme: Develop an event strategy customized by region, i.e. Eastern US, Germany. Should Iil wish to pursue a media strategy to support the event CZ can provide media support under a separate agreement or work with a media firm retained by Iil.
- Develop each event agenda tailored to regional requirements
- Speaker Recruitment by region: Identify speakers relevant to topic and recruit
- Guest list development: CZ will work with the embassy commercial attaché and Iil for each region to develop a guest list for each event. The list shall be drawn from multiple sources including Iil, Embassy Commercial attaché, CarbonZero IT, and professional network contacts where available.

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Event Schedule

- New York March 2012, Frankfurt 2012 (date TBD), schedule of deliverables for event preparation TBD.

Pricing and Resources:

Consulting Rates: in ISK


- ⇒ Hourly: 20,000
 - ⇒ Daily: 120,000
 - ⇒ Weekly: 450,000
 - ⇒ Monthly: 1,250,000
- Time estimates for deliverables can be prepared in advance for approval
 - Resources: US/UK: Paul Halsey, UK: Robert Marcus, Iceland: Jon Viggo Gunnarsson

Expenses

- All events related travel expenses will be pre-approved by Iil and billed separately. Some speakers may require a fee. At Iil's direction, CZ will make appropriate arrangements, obtain speaker fees, do scheduling, and make payment arrangements.

Einar Hansen Tómasson, Project Manager, Invest in Iceland

Paul Halsey, CEO, CarbonZero IT

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Amendment 1 Estimate for New York Seminar support:

Estimated Fees ISK

Theme, agenda, and guest list development, speaker recruitment 810,000.00 kr.

Event Theme Development

Speaker recruitment

Speaker collateral development assistance

Agenda development

Guest list development

US marketing firm assistance

Fee for event management/administration

616,000.00 kr.

Activities to include:

Coordinate with Embassy staff and CarbonZero IT

Provide advice and counsel on logistics and other aspects of event

Assist with guest list development

Develop database of invitees with contact information

Create and email invitations

Update database with RSVP information

Make follow-up calls to those that haven't responded

Develop media list

Invite journalists to event

Make follow-up calls to media

Compile press packet material

Compile speaker hand-out material

Create name badges and sign-in sheet

Prepare feedback form

Compile presentations and put on memory stick

Attend event to register guests, handle logistics and any issues that arise day of event (2 people)

Event follow-up, including compiling feedback form information, attendee list and no shows

Subtotal fees

Estimated Expenses

Printing (handouts, press packet)


Travel (train, taxis)

Hotel, meals and incidental expenses

Supplies (name tags, folders)

Subtotal Expenses

172,480.00 kr.

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Total fees and expenses

1,598,480.00
kr.